

**P9500042096**

LAW OFFICES

HONIGMAN MILLER SCHWARTZ AND COHN

A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

2700 LANDMARK CENTRE

401 EAST JACKSON STREET

TAMPA, FLORIDA 33602-5226

TELEPHONE (813) 221-6600

TELECOPIER (813) 223-4410

WEST PALM BEACH, FLORIDA  
ORLANDO, FLORIDA  
LOS ANGELES, CALIFORNIA

DETROIT, MICHIGAN  
LANSING, MICHIGAN  
HOUSTON, TEXAS

May 23, 1995

via Federal Express

Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

EFFECTIVE DATE

Re: Incorporation of Boomba, Inc.

Gentlemen:

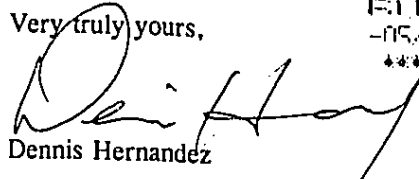
5-26-95

Enclosed are two (2) executed copies of the Articles of Incorporation for the above-referenced corporation, along with a check, payable to the Secretary of State in the amount of \$122.50 in payment of the following:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Filing Fee	<u>35.00</u>
TOTAL	\$122.50

Please return the certified copy to the attention of the undersigned.

Very truly yours,

  
Dennis Hernandez

600001498366  
-05/24/95--01070--019  
\*\*\*122.50 \*\*\*122.50

DH/esd  
Enclosures

TAMPA/46314 I

D. BROWN MAY 30 1995

EFFECTIVE DATE

5-26-95

ARTICLES OF INCORPORATION  
OF  
BOOMBA, INC.

FILED  
95 MAY 24 PM 3:44  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is BOOMBA, INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on May 26, 1995.

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 7,500 shares of one penny (\$0.01) par value common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of this Corporation is:

Dennis Hernandez  
2310 W. Robson Street  
Tampa, FL 33604

ARTICLE VI - CORPORATE ADDRESS

The street address of the Corporation is:

2310 W. Robson Street  
Tampa, FL 33604

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

The Directors are elected/appointed as set forth in Section 7, Article II of the Corporate By-Laws. This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial Director of this Corporation is:

##### NAME

Dennis Hernandez

##### ADDRESS

2310 W. Robson St.  
Tampa, FL 33604

#### ARTICLE VIII - BY LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

#### ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE X - PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE XI - INCORPORATION

The name and address of the person signing these Articles is:

Dennis Hernandez  
2310 W. Robson Street  
Tampa, FL 33604

**ARTICLE XII - AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

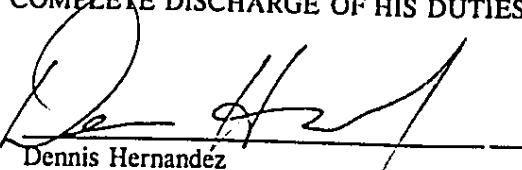
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 23rd day of May, 1995.

  
Dennis Hernandez

**ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN HIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 23rd day of May, 1995.

  
Dennis Hernández

FILED  
95 MAY 24 PM 3:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA